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RECEIVED

**TR-1: NOTIFICATION OF MAJOR INTERESTS IN SHARES**

2007 DEC 19 A 13

THE CENTRAL

<b>1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:</b>	BAE Systems plc	
<b>2. Reason for the notification</b>		
An acquisition or disposal of voting rights	<b>SUPPL</b>	Yes
An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached		
An event changing the breakdown of voting rights		
Other (please specify): _____		
<b>3. Full name of person(s) subject to the notification obligation:</b>	Capital Group International, Inc.	
<b>4. Full name of shareholder(s) (if different from 3.):</b>		
<b>5. Date of the transaction and date on which the threshold is crossed or reached:</b>	5 December 2007	
<b>6. Date on which issuer notified:</b>	6 December 2007	
<b>7. Threshold(s) that is/are crossed or reached:</b>	6%	
<b>8. Notified details:</b>	<b>PROCESSED</b>	

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THOMSON  
FINANCIAL

JLW 12/20

## A: Voting rights attached to shares

Class/type of shares  if possible using the ISIN CODE	Situation previous to the Triggering transaction		Resulting situation after the triggering transaction					
	Number of Shares	Number of Voting Rights	Number of shares		Number of voting rights		% of voting rights	
			Direct	Indirect	Direct	Indirect	Direct	Indirect
Ordinary Shares	249,323,369	249,323,369		243,702,680		243,702,680		6.9388%

## B: Financial Instruments

Resulting situation after the triggering transaction				
Type of financial instrument	Expiration date	Exercise/ Conversion Period/ Date	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
N/A				

## Total (A+B)

Number of voting rights	% of voting rights
243,702,680	6.9388%

**9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:**

<b>Proxy Voting:</b>	
<b>10. Name of the proxy holder:</b>	
<b>11. Number of voting rights proxy holder will cease to hold:</b>	
<b>12. Date on which proxy holder will cease to hold voting rights:</b>	

<b>13. Additional information:</b>	
<b>14. Contact name:</b>	
<b>15. Contact telephone number:</b>	

As of 5 December 2007

**BAE Systems plc**

	<u>Number of Shares</u>	<u>Percent of outstanding</u>
<u>Capital Group International Inc ("CGII") holdings</u>	243,702,680	6.939%

Holdings by CGII Management Companies and Funds:

• Capital Guardian Trust Company	149,018,480	4.243%
• Capital International Limited	41,690,205	1.187%
• Capital Internationalholdinal S.A.	16,536,456	0.471%
• Capital International, Inc	36,457,539	1.038%

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2007 DEC 19 A 4: 53  
SECURITIES  
DIVISION

<b>1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:</b>	BAE Systems plc	
<b>2. Reason for the notification</b>		
An acquisition or disposal of voting rights	Yes	
An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached		
An event changing the breakdown of voting rights		
Other (please specify): _____		
<b>3. Full name of person(s) subject to the notification obligation:</b>	Capital Group International, Inc.	
<b>4. Full name of shareholder(s) (if different from 3.):</b>		
<b>5. Date of the transaction and date on which the threshold is crossed or reached:</b>	6 December 2007	
<b>6. Date on which issuer notified:</b>	7 December 2007	
<b>7. Threshold(s) that is/are crossed or reached:</b>	7%	
<b>8. Notified details:</b>		

## A: Voting rights attached to shares

Class/type of shares  if possible using the ISIN CODE	Situation previous to the Triggering transaction		Resulting situation after the triggering transaction					
	Number of Shares	Number of Voting Rights	Number of shares		Number of voting rights		% of voting rights	
			Direct	Indirect	Direct	Indirect	Direct	Indirect
Ordinary Shares	243,702,680	243,702,680		247,046,480		247,046,480		7.034%

## B: Financial Instruments

Resulting situation after the triggering transaction				
Type of financial instrument	Expiration date	Exercise/ Conversion Period/ Date	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
N/A				

## Total (A+B)

Number of voting rights	% of voting rights
247,046,480	7.034%

**9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:**

<b>Proxy Voting:</b>	
<b>10. Name of the proxy holder:</b>	
<b>11. Number of voting rights proxy holder will cease to hold:</b>	
<b>12. Date on which proxy holder will cease to hold voting rights:</b>	

<b>13. Additional information:</b>	
<b>14. Contact name:</b>	
<b>15. Contact telephone number:</b>	

As of 6 December 2007

**BAE Systems plc**

	<u>Number of Shares</u>	<u>Percent of outstanding</u>
<u>Capital Group International Inc ("CGII") holdings</u>	247,046,480	7.034%

Holdings by CGII Management Companies and Funds:

• Capital Guardian Trust Company	150,940,380	4.298%
• Capital International Limited	41,969,405	1.195%
• Capital International, S.A.	16,803,256	0.478%
• Capital International, Inc	37,333,439	1.063%